



26th March, 2019

Corporate Relations Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

BSE Code No. 507880

Corporate Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra – Kurla Complex,
Bandra (E) - 400 051

NSE Code – VIPIND

Dear Sir,

Sub: Submission of Voting Results pursuant to Regulation 44 read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Further to our letter dated 21st February, 2019, we are pleased to notify that the resolutions stated in Postal Ballot notice dated 8th February, 2019 has been passed by the shareholders by requisite majority.

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with the Rules made there under, as amended (“said Rules”) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders as on 15th February, 2019 (being cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the Postal Ballot Notice. The voting commenced from Sunday, 24th February, 2019 at 9.00 a.m. ended on Monday, 25th March, 2019 at 5.00 p.m. for seeking consent of the members by way of Ordinary/Special Resolution(s) with respect to the following items of Business:




VIP INDUSTRIES LIMITED

Ordinary Resolution(s)-

1. Appointment of Ms. Nisaba Godrej (DIN: 00591503) as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f 1st April, 2019 to 31st March, 2021.
2. Appointment of Mr. Sudip Ghose (DIN: 08351249) as Director of the Company.
3. Appointment of Mr. Sudip Ghose (DIN: 08351249) as Managing Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2019 to 31st March, 2022.

Special Resolution(s) -

4. Appointment of Ms. Radhika Piramal (DIN 02105221) as Executive Vice Chairperson of the Company for a period of 5 (five) years w.e.f. 7th April, 2019 to 6th April, 2024.
5. Continuation of Directorship of Mr. G. L. Mirchandani (DIN: 00026664) till his original term up to 9th July, 2019.
6. Continuation of Directorship of Mr. D. K. Poddar (DIN: 00001250) till his original term up to 9th July, 2019 and re-appointment of Mr. D. K. Poddar as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f. 10th July, 2019 to 9th July, 2021.
7. Payment of Commission to Non-Executive Directors of the Company not exceeding 3% of profits of the Company.

The Company has now received the Scrutinizer's Report dated 26th March, 2019 issued by Ms. Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co. Practicing Company Secretaries, confirming details of voting through e-voting and through Postal Ballot.

A disclosure of voting results of the Postal Ballot in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the business considered and approved by the shareholders with an overwhelming majority is enclosed, together with

VIP INDUSTRIES LIMITED





the Scrutinizer's report on e-voting. A copy of the same is also being placed on the website of the Company. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the last date of receipt of Postal Ballot Forms i.e. 25th March, 2019.

Thanking you,

Yours faithfully,

For V.I.P. INDUSTRIES LIMITED



Anand Daga

Company Secretary & Head – Legal

Encl.: as above

VIP INDUSTRIES LIMITED

Registered Office: DGP House, 5th Floor, 88C, Old Prabhadevi Road, Mumbai 400 025. INDIA.
TEL: +91 (22) 6653 9000 FAX: +91 (22) 6653 9089 EMAIL: corpcomm@vipbags.com WEB: www.vipbags.com
CIN - L25200MH1968PLCO13914

VIP Industries Limited									
Date of AGM/EGM			Not Applicable (Resolution passed through Postal Ballot on 25th March, 2019)						
Total Number of Shareholders as on Record Date (i.e. 15th February, 2019)			82754						
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group:			Public: Not Applicable (Resolution passed through Postal Ballot)						
No. of Shareholders attended the meeting through video conferencing Promoters and Promoter Group:			Public: Not Applicable (Resolution passed through Postal Ballot)						
Resolution Required : (Ordinary)			1 - Appointment of Ms. Nisaba Godrej (DIN: 00591503) as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f 1st April, 2019 to 31st March, 2021.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	75544637	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		75544637	100.0000	75544637	0	100.0000	0.0000	0
	Total		75544637	100.0000	75544637	0	100.0000	0.0000	0
Public Institutions	E-Voting	26065682	19039078	73.0427	18704188	334890	98.2410	1.7590	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19039078	73.0427	18704188	334890	98.2410	1.7590	0
Public Non Institutions	E-Voting	39706996	11796798	29.7096	11796742	56	99.9995	0.0005	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3542072	8.9205	3542065	7	99.9998	0.0002	3915
	Total		15338870	38.6301	15338807	63	99.9996	0.0004	3915
Total		141317315	109922585	77.7842	109587632	334953	99.6953	0.3047	3915



Resolution Required : (Ordinary)			2 - Appointment of Mr. Sudip Ghose (DIN: 08351249) as Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	75544637	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		75544637	100.0000	75544637	0	100.0000	0.0000	0
	Total		75544637	100.0000	75544637	0	100.0000	0.0000	0
Public Institutions	E-Voting	26065682	19712141	75.6249	19712141	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19712141	75.6249	19712141	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	39706996	11796798	29.7096	11796773	25	99.9998	0.0005	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3542072	8.9205	3541765	307	99.9913	0.0087	3915
	Total		15338870	38.6301	15338538	332	99.9978	0.0022	3915
Total		141317315	110595648	78.2605	110595316	332	99.9997	0.0003	3915




Resolution Required : (Ordinary)			3 - Appointment of Mr. Sudip Ghose (DIN: 08351249) as Managing Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2019 to 31st March, 2022.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	75544637	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		75544637	100.0000	75544637	0	100.0000	0.0000	0
	Total		75544637	100.0000	75544637	0	100.0000	0.0000	0
Public Institutions	E-Voting	26065682	19712141	75.6249	19712141	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19712141	75.6249	19712141	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	39706996	11796798	29.7096	11796774	24	99.9998	0.0005	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3542072	8.9205	3541065	1007	99.9716	0.0284	3915
	Total		15338870	38.6301	15337839	1031	99.9933	0.0067	3915
Total		141317315	110595648	78.2605	110594617	1031	99.9991	0.0009	3915




Resolution Required : (Special)			4 - Appointment of Ms. Radhika Piralal (DIN 02105221) as Executive Vice Chairperson of the Company for a period of 5 (five) years w.e.f. 7th April, 2019 to 6th April, 2024.						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	75544637	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		75544637	100.0000	75544637	0	100.0000	0.0000	0
	Total		75544637	100.0000	75544637	0	100.0000	0.0000	0
Public Institutions	E-Voting	26065682	19712141	75.6249	19712141	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19712141	75.6249	19712141	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	39706996	11796798	29.7096	11796764	34	99.9997	0.0005	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3539752	8.9147	3539745	7	99.9998	0.0002	6235
	Total		15336550	38.6243	15336509	41	99.9997	0.0003	6235
Total		141317315	110593328	78.2589	110593287	41	100.0000	0.0000	6235



Resolution Required : (Special)			5 - Continuation of Directorship of Mr. G. L. Mirchandani (DIN: 00026664) till his original term up to 9th July, 2019.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	75544637	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		75544637	100.0000	75544637	0	100.0000	0.0000	0
	Total		75544637	100.0000	75544637	0	100.0000	0.0000	0
Public Institutions	E-Voting	26065682	19039078	73.0427	10386337	8652741	54.5527	45.4473	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19039078	73.0427	10386337	8652741	54.5527	45.4473	0
Public Non Institutions	E-Voting	39706996	11796797	29.7096	11796694	103	99.9991	0.0005	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3542072	8.9205	3541060	1012	99.9714	0.0286	3915
	Total		15338869	38.6301	15337754	1115	99.9927	0.0073	3915
Total		141317315	109922584	77.7842	101268728	8653856	92.1273	7.8727	3915



Resolution Required : (Special)			6 - Continuation of Directorship of Mr. D. K. Poddar (DIN: 00001250) till his original term up to 9th July, 2019 and re-appointment of Mr. D. K. Poddar as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f. 10th July, 2019 to 9th July, 2021.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	75544637	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		75544637	100.0000	75544637	0	100.0000	0.0000	0
	Total		75544637	100.0000	75544637	0	100.0000	0.0000	0
Public Institutions	E-Voting	26065682	19039078	73.0427	17043005	1996073	89.5159	10.4841	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19039078	73.0427	17043005	1996073	89.5159	10.4841	0
Public Non Institutions	E-Voting	39706996	11796798	29.7096	11796485	313	99.9973	0.0005	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3542072	8.9205	3541065	1007	99.9716	0.0284	3915
	Total		15338870	38.6301	15337550	1320	99.9914	0.0086	3915
Total		141317315	109922585	77.7842	107925192	1997393	98.1829	1.8171	3915




Resolution Required : (Special)			7 - Payment of Commission to Non-Executive Directors of the Company not exceeding 3% of profits of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	75544637	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		75544637	100.0000	75544637	0	100.0000	0.0000	0
	Total		75544637	100.0000	75544637	0	100.0000	0.0000	0
Public Institutions	E-Voting	26065682	19039078	73.0427	18471792	567286	97.0204	2.9796	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		19039078	73.0427	18471792	567286	97.0204	2.9796	0
Public Non Institutions	E-Voting	39706996	11796798	29.7096	11554578	242220	97.9467	0.0005	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3538752	8.9122	3537240	1512	99.9573	0.0427	7235
	Total		15335550	38.6218	15091818	243732	98.4107	1.5893	7235
Total		141317315	109919265	77.7819	109108247	811018	99.2622	0.7378	7235






Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and read with
Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

V.I.P. INDUSTRIES LTD

5th Floor, DGP House, 88 C,

Old Prabhadevi Road

Mumbai- 400025.

Subject: Scrutinizer's Report

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., Practising Company Secretaries, having office at 34, 5th Floor, Kamer Building, Cawasji Patel Street, Mumbai 400 001, have been appointed as the Scrutinizer by the Board of Directors of **V.I.P. INDUSTRIES LTD** (the "Company") at their Meeting held on February 8, 2019 for Scrutinizing Postal Ballot voting including voting by electronic means in a fair and transparent manner in respect of the following Ordinary/Special Resolutions:

1. Appointment of Ms. Nisaba Godrej (DIN: 00591503) as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f. 1st April, 2019 to 31st March, 2021.
2. Appointment of Mr. Sudip Ghose (DIN: 08351249) as Director of the Company.
3. Appointment of Mr. Sudip Ghose (DIN: 08351249) as Managing Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2019 to 31st March, 2022.
4. Appointment of Ms. Radhika Piralal (DIN: 02105221) as Executive Vice Chairperson of the Company for a period of 5 (five) years w.e.f. 7th April, 2019 to 6th April, 2024.
5. Continuation of Directorship of Mr. G. L. Mirchandani (DIN: 00026664) till his original term up to 9th July, 2019.




6. Continuation of Directorship of Mr. D. K. Poddar (DIN: 00001250) till his original term up to 9th July, 2019 and re-appointment of Mr. D. K. Poddar as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f. 10th July, 2019 to 9th July, 2021.
7. Payment of Commission to Non-Executive Director(s) of the Company not exceeding 3% of profits of the Company.

I have scrutinized the Postal Ballot forms and e-voting and votes tendered therein; Accordingly, I now submit my report as under:

- a. The E-Voting/ Postal Ballot Process commenced on Sunday, February 24, 2019 at 09:00 a.m. (IST) and ended on Monday, March 25, 2019 at 05:00 p.m. (IST).
- b. The Company has on Thursday, February 21, 2019 completed the dispatch of Notice of Postal Ballot dated February 8, 2019 containing draft resolution(s), Postal Ballot Form and a self-addressed postage pre-paid Business Reply Envelop to all the members whose name appeared in the Register of Members/Beneficial owners as on Friday, February 15, 2019.
- c. Particulars of all the Postal Ballot forms received / E-Voting confirmations from the Members have been entered in the register separately maintained for the purpose as per Companies (Management & Administration) Rules, 2014.
- d. The Postal Ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes at the office of Link Intime India Pvt. Ltd., Registrar and Share Transfer Agent (RTA) of the Company, before commencing the scrutiny of Postal Ballot forms.
- e. The ballot boxes containing Postal Ballot forms were opened in our presence after close of voting period i.e. on Monday, March 25, 2019 at 05:00 p.m. (IST).
- f. The Postal Ballot forms were duly opened in our presence & scrutinized and the Shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficial Owners received from the Depositories as on the cut-off-date of Friday, February 15, 2019.
- g. All Postal Ballot forms/E-voting confirmations received up to 05:00 p.m. (IST), on Monday, March 25, 2019, the last date and time fixed by the Company for receipt of the forms were considered for our scrutiny.

- h. Envelopes containing Postal- ballot forms received after 05:00 p.m. (IST) on March 25, 2019 were not considered for our scrutiny.
- i. Envelopes containing Postal Ballot forms which were returned undelivered were not opened and they were separately kept.
- j. We have not found any defaced or mutilated ballot paper.
- k. With the support of Link Intime India Pvt Ltd, Registrar and Share Transfer Agent (RTA), the Postal Ballot Forms were duly scrutinized and the signatures of Members who had not cast their votes electronically, were verified with their specimen signatures registered with RTA /as provided by the depositories.
- l. After the end of e-voting period i.e. 5.00 p.m. (IST) on Monday, March 25, 2019, I have unblocked the electronic votes and downloaded the e-voting Report from the Central Depository Services (India) Limited website in the presence of two witnesses, Ms. Saraswati Phadnis and Mr. Ravi Bombarde, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Ms. Saraswati Phadnis



Mr. Ravi Bombarde

Resolution No.1: Ordinary Resolution:

Appointment of Ms. Nisaba Godrej (DIN: 00591503) as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f. 1st April, 2019 to 31st March, 2021.

DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	98	79090624	100
2.	Less: Invalid Postal Ballot	5	3915	0.00
3.	Net Postal Ballots with valid votes cast	93	79086709	100
4.	Postal Ballot with Assent Resolution	90	79086702	100
5.	Postal Ballot with Dissent Resolution	3	7	0.00

DETAILS OF E-VOTING

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	226	30835876	100
Less: Total no. of Invalid Votes	0	0	0.00
Total no. of Valid Votes	226	30835876	100
Total no. Votes with Assent	216	30500930	98.91
Total no. Vote with Dissent	10	334946	1.09

SUMMARY OF POSTAL BALLOT AND E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	109922585	100
Assented to Resolution	109587632	99.70
Dissented to Resolution	334953	0.30



Resolution No.2: Ordinary Resolution:

Appointment of Mr. Sudip Ghose (DIN: 08351249) as Director of the Company.

(i) Voted **in favour** of the resolution:

DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	98	79090624	100
2.	Less: Invalid Postal Ballot	5	3915	0.00
3.	Net Postal Ballots with valid votes cast	93	79086709	100
4.	Postal Ballot with Assent Resolution	89	79086402	100
5.	Postal Ballot with Dissent Resolution	4	307	0.00

DETAILS OF E-VOTING

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	227	31508939	100
Less: Total no. of Invalid Votes	0	0	0.00
Total no. of Valid Votes	227	31508939	100
Total no. Votes with Assent	222	31508914	100
Total no. Vote with Dissent	5	25	0.00

SUMMARY OF POSTAL BALLOT AND E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	110595648	100
Assented to Resolution	110595316	100
Dissented to Resolution	332	0.00



Resolution No.3: Ordinary Resolution:

Appointment of Mr. Sudip Ghose (DIN: 08351249) as Managing Director of the Company for a period of 3 (three) years w.e.f. 1st April, 2019 to 31st March, 2022.

DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	98	79090624	100
2.	Less: Invalid Postal Ballot	5	3915	0.00
3.	Net Postal Ballots with valid votes cast	93	79086709	100
4.	Postal Ballot with Assent Resolution	89	79085702	100
5.	Postal Ballot with Dissent Resolution	4	1007	0.00

DETAILS OF E-VOTING

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	227	31508939	100
Less: Total no. of Invalid Votes	0	0	0.00
Total no. of Valid Votes	227	31508939	100
Total no. Votes with Assent	222	31508915	100
Total no. Vote with Dissent	5	24	0.00

SUMMARY OF POSTAL BALLOT AND E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	110595648	100
Assented to Resolution	110594617	100
Dissented to Resolution	1031	0.00



Resolution No.4: Special Resolution:

Appointment of Ms. Radhika Piramal (DIN: 02105221) as Executive Vice Chairperson of the Company for a period of 5 (five) years w.e.f. 7th April, 2019 to 6th April, 2024.

DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	98	79090624	100
2.	Less: Invalid Postal Ballot	6	6235	0.00
3.	Net Postal Ballots with valid votes cast	92	79084389	100
4.	Postal Ballot with Assent Resolution	89	79084382	100
5.	Postal Ballot with Dissent Resolution	3	7	0.00

DETAILS OF E-VOTING

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	227	31508939	100
Less: Total no. of Invalid Votes	0	0	0.00
Total no. of Valid Votes	227	31508939	100
Total no. Votes with Assent	221	31508905	100
Total no. Vote with Dissent	6	34	0.00

SUMMARY OF POSTAL BALLOT AND E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	110593328	100
Assented to Resolution	110593287	100
Dissented to Resolution	41	0.00



Resolution No.5: Special Resolution:

Continuation of Directorship of Mr. G. L. Mirchandani (DIN: 00026664) till his original term up to 9th July, 2019.

DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	98	79090624	100
2.	Less: Invalid Postal Ballot	5	3915	0.00
3.	Net Postal Ballots with valid votes cast	93	79086709	100
4.	Postal Ballot with Assent Resolution	88	79085697	100
5.	Postal Ballot with Dissent Resolution	5	1012	0.00

DETAILS OF E-VOTING

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	225	30835875	100
Less: Total no. of Invalid Votes	0	0	0.00
Total no. of Valid Votes	225	30835875	100
Total no. Votes with Assent	153	22183031	71.94
Total no. Vote with Dissent	72	8652844	28.06

SUMMARY OF POSTAL BALLOT AND E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	109922584	100
Assented to Resolution	101268728	92.13
Dissented to Resolution	8653856	7.87



Resolution No.6: Special Resolution:

Continuation of Directorship of Mr. D. K. Poddar (DIN: 00001250) till his original term up to 9th July, 2019 and re-appointment of Mr. D. K. Poddar as Non-Executive Independent Director of the Company for a period of 2 (two) years w.e.f. 10th July, 2019 to 9th July, 2021.

DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	98	79090624	100
2.	Less: Invalid Postal Ballot	5	3915	0.00
3.	Net Postal Ballots with valid votes cast	93	79086709	100
4.	Postal Ballot with Assent Resolution	89	79085702	100
5.	Postal Ballot with Dissent Resolution	4	1007	0.00

DETAILS OF E-VOTING

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	226	30835876	100
Less: Total no. of Invalid Votes	0	0	0.00
Total no. of Valid Votes	226	30835876	100
Total no. Votes with Assent	195	28839490	93.53
Total no. Vote with Dissent	31	1996386	6.47

SUMMARY OF POSTAL BALLOT AND E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	109922585	100
Assented to Resolution	107925192	98.18
Dissented to Resolution	1997393	1.82



Resolution No.7: Special Resolution:

Payment of Commission to Non-Executive Director(s) of the Company not exceeding 3% of profits of the Company.

DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	98	79090624	100
2.	Less: Invalid Postal Ballot	7	7235	0.00
3.	Net Postal Ballots with valid votes cast	91	79083389	100
4.	Postal Ballot with Assent Resolution	85	79081877	100
5.	Postal Ballot with Dissent Resolution	06	1512	0.00

DETAILS OF E-VOTING

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	226	30835876	100
Less: Total no. of Invalid Votes	0	0	0.00
Total no. of Valid Votes	226	30835876	100
Total no. Votes with Assent	193	30026370	97.37
Total no. Vote with Dissent	33	809506	2.63

SUMMARY OF POSTAL BALLOT AND E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	109919265	100
Assented to Resolution	109108247	99.26
Dissented to Resolution	811018	0.74



RESULTS:

All the resolutions stated above have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical ballot papers, shall remain in our safe custody until the Chairman considers, approves and signs the same-after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For **Ragini Chokshi & Co.**
(Company Secretaries)

Place: Mumbai

Date: 26/03/2019



R. K. Chokshi

Ragini Chokshi
(Partner)

Membership No. 2390

ICSI C.P. No. 1436

Countersigned

For **V.I.P. INDUSTRIES LTD.**

Dilip G. Piramal

Dilip G. Piramal

Chairman

(DIN - 00032012)